

This order is SIGNED.

Dated: July 28, 2017

William J. Thurman

**WILLIAM T. THURMAN
U.S. Bankruptcy Judge**



uae

Proposed Order Prepared and Submitted By:

Ralph R. Mabey (#2036)
Adelaide Maudsley (#8791)
KIRTON McCONKIE P.C.
50 East South Temple, Suite 400
Salt Lake City, UT 84111
Telephone: 801-328-3600
Facsimile: 801-212-2013
Email: rmabey@kmclaw.com
amaudsley@kmclaw.com

Pedro A. Jimenez (admitted *pro hac vice*)
Robert W. Hamilton (admitted *pro hac vice*)
Paul Huck, Jr. (admitted *pro hac vice*)
Cristina Pérez Soto (admitted *pro hac vice*)
JONES DAY
600 Brickell Avenue
Brickell World Plaza, Suite 3300
Miami, FL 33131
Telephone: 305-714-9700
Facsimile: 305-714-9799
Email: pjimenez@jonesday.com
rwhamilton@jonesday.com
paulhuck@jonesday.com
cperezsoto@jonesday.com

*Counsel for Tamra Mining Company,
Waterloo Street Limited, PacNet Capital
(U.S.) Limited and DXS Capital (U.S.)
Limited*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH**

In re CS MINING, LLC,

Debtor.

Bankruptcy Case No. 16-24818

Chapter 11

Judge William T. Thurman

**ORDER DENYING MOTION PURSUANT TO
FEDERAL RULE OF BANKRUPTCY PROCEDURE 9019
TO APPROVE SETTLEMENT BY AND BETWEEN CS MINING, LLC AND
DAVID J. RICHARDS, LLC DBA WESTERN US MINERAL INVESTORS, LLC**

The “Motion Pursuant To Federal Rule of Bankruptcy Procedure 9019 to Approve Settlement Agreement by and between CS Mining, LLC and David J. Richards, LLC dba Western US Mineral Investors, LLC” (Docket No. 664) (the “WUMI Settlement Motion”) having come before the Court for evidentiary hearing on July 21, 2017 (the “Hearing”); and at the Hearing, Donald J. Detweiler, Francis J. Lawall, Joanna J. Cline, Jeff Tuttle, and Troy Aramburu having appeared on behalf of the Debtor; Ralph R. Mabey, Adelaide Maudsley, Pedro A. Jimenez, Robert W. Hamilton, and Cristina Pérez Soto having appeared on behalf of Waterloo Street Limited, Tamra Mining Company, LLC, PacNet Capital (U.S.) Limited, and DXS Capital (U.S.) Limited; Martin J. Brill and Philip A. Gasteier (telephonically) having appeared on behalf of the Unsecured Creditors’ Committee; David L. Pinkston and P. Matthew Cox having appeared on behalf of David J. Richards, LLC d/b/a Western US Mineral Investors, LLC; James W. Anderson and Walter A. Romney, Jr. having appeared on behalf of Noble Americas Corp.; Mona L. Burton appeared on behalf of Brahma Group, Inc.; David H. Leigh having appeared on behalf of Caterpillar Financial Services Corporation and Komatsu Financial Limited Partnership; Kenneth L. Cannon having appeared on behalf of Wellington Financing Partners, LLC, St. Cloud Capital Partners II, Broadbill Partners, L.P., and Oxbow Carbon LLC; Steve Alder having appeared on behalf of the State of Utah Division of Oil, Gas and Mining; Vincent Cameron having appeared on behalf of the Office of the United States Trustee; and any other appearances or telephonic participants having been noted on the record; and the Court having taken the matter under advisement and having issued its “Memorandum Decision Denying Motion to Approve

Settlement” (Docket No. 793) (the “Decision”) on July 27, 2017; and incorporating herein by reference the findings of fact and conclusions of law set forth in the Decision; and for good cause appearing,

IT IS HEREBY ORDERED THAT:

1. The WUMI Settlement Motion is DENIED.

END OF ORDER

DESIGNATION OF PARTIES TO BE SERVED

Service of the foregoing Order shall be made to the following parties in the manner designated below:

BY CM/ECF ELECTRONIC SERVICE:

The undersigned certifies that the parties of record in this case are identified below, are registered users of CM/ECF system, and are to receive notice of the foregoing order through the CM/ECF system.

- James W. Anderson jwa@clydesnow.com, jritchie@clydesnow.com
- Troy J. Aramburu taramburu@swlaw.com, nharward@swlaw.com; docket_slc@swlaw.com
- Darwin H. Bingham dbingham@scalleyreading.net, cat@scalleyreading.net
- Stephen T. Bobo sbobo@reedsmith.com
- Kyle A. Brannon kbrannon@nexsenpruet.com
- Scott S Bridge sbridge@keslerrust.com
- Martin J. Brill mjb@lnbyb.com
- Mona Lyman Burton mburton@hollandhart.com, intaketeam@hollandhart.com; slclitdocket@hollandhart.com; lcpaul@hollandhart.com
- Keith A. Call kcall@scmlaw.com
- Kenneth L. Cannon kcannon@djplaw.com, khughes@djplaw.com
- Laurie A. Cayton tr laurie.cayton@usdoj.gov, James.Gee@usdoj.gov; Lindsey.Huston@usdoj.gov; Suzanne.Verhaal@usdoj.gov
- Patricia W. Christensen pchristensen@parrbrown.com
- Christopher B. Chuff chuffc@pepperlaw.com
- Joanna J. Cline clinej@pepperlaw.com
- Joseph M.R. Covey calendar@parrbrown.com
- P. Matthew Cox bankruptcy_pmc@scmlaw.com
- Robert T. Denny rtd@scmlaw.com, ajm@scmlaw.com
- Timothy D. Ducar tducar@azlawyers.com, orders@azlawyers.com
- Victoria B. Finlinson vbf@clydesnow.com
- Philip A. Gasteier pag@lnbyb.com
- Christopher Grivakes cg@agzlaw.com
- Robert W. Hamilton rwhamilton@jonesday.com
- M. Darin Hammond dhammond@smithknowles.com, astevenson@smithknowles.com
- George B. Hofmann ghofmann@cohnekinghorn.com, dhaney@cohnekinghorn.com; jthorsen@cohnekinghorn.com
- Paul C. Huck paulhuck@jonesday.com

- David W. Hunter davidh@fisherhunterlaw.com
- Evan L. James elj@cjmlv.com, kbc@cjmlv.com;ljw@cjmlv.com
- Pedro A. Jimenez pjimenez@jonesday.com
- Michael R. Johnson mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
- Peter J. Kuhn tr Peter.J.Kuhn@usdoj.gov,
James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
- Brian R. Langford brian@mhmlawoffices.com, brian@mhmlawoffice.com
- David H. Leigh dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
- David E. Leta dleta@swlaw.com, wkalawaia@swlaw.com;csmart@swlaw.com
- Andrew C. Lillie andrew.lillie@hoganlovells.com
- Jessica Black Livingston jessica.livingston@hoganlovells.com
- Ralph R. Mabey rmabey@kmclaw.com
- Adelaide Maudsley amaudsley@kmclaw.com, tslaughter@kmclaw.com
- Steven J. McCardell smccardell@djplaw.com, khughes@djplaw.com
- Scott O. Mercer som@keslerrust.com
- Krikor J. Meshefejian kjm@lnbyb.com
- Elijah L. Milne emilne@djplaw.com, pbricker@djplaw.com
- Matt Munson matt@mamunsonlaw.com, chris@mamunsonlaw.com
- Sherilyn A. Olsen solsen@hollandhart.com,
slclitdocket@hollandhart.com;intaketeam@hollandhart.com;cfries@hollandhart.com
- Ellen E Ostrow eeostrow@hollandhart.com,
mkthurgood@hollandhart.com;intaketeam@hollandhart.com
- A.M. Cristina Perez Soto cperezsoto@jonesday.com
- Lester A. Perry lap@hooleking.com, apb@hooleking.com
- David L. Pinkston bankruptcy_dlp@scmlaw.com
- George W. Pratt gpratt@joneswaldo.com
- Adam H Reiser areiser@cohnekinghorn.com
- Walter A Romney war@clydesnow.com
- John H. Schanne schannej@pepperlaw.com,
henrys@pepperlaw.com;molitorm@pepperlaw.com
- Chris L. Schmutz chrisschmutz.pc@gmail.com, hillaryschmutz@yahoo.com
- Jeremy C. Sink jsink@mbt-law.com
- Stephen Styler steve@stylerdaniels.com
- Richard C. Terry richard@tjblawyers.com, cbcecf@yahoo.com
- Jeff D. Tuttle jtuttle@swlaw.com, jpollard@swlaw.com;docket_slc@swlaw.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov
- Jessica P Wilde jwilde@joneswaldo.com
- Mark W Williams mwilliams@shermanhoward.com,
dfouts@shermanhoward.com;efiling@sah.com;bmcalister@shermanhoward.com

- Kim R. Wilson bankruptcy_krw@scmlaw.com
- Laura J. Wolff ljw@cjmlv.com
- Lee E. Woodard lwoodard@harrisbeach.com
- Beth Ann R. Young bry@Lnbyb.com
- P. Matthew x2Cox bankruptcy_pmc@scmlaw.com
- Gale K. x6Francis txbk13@utah.gov

BY US MAIL:

The undersigned further certifies the following are to receive a copy of the foregoing Order by first class US Mail, postage prepaid.

Donald J. Detweiler
Pepper Hamilton, LLP
Hercules Plaza, Suite 5100
1313 North Market Street, P.O. Box 1709
Wilmington, DE 19899-1709

Epiq Bankruptcy Solutions, LLC
777 Third Ave, 12th Floor
New York, NY 10017

FTI Consulting, Inc.
1001 17th St. #1100
Attn: David Beckman
Denver, CO 80202

Francis J. Lawall
Pepper Hamilton
3000 Two Logan Square, Eighteenth and Arch Streets
Philadelphia, PA 19103-2799

Levene, Neale, Bender, Yoo & Brill L.L.P.
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067

_____/s/ *Adelaide Maudsley*_____

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on July 28, 2017, the foregoing document was filed with the United States Bankruptcy Court for the District of Utah by using the CM/ECF system and was electronically served by CM/ECF to each of the following counsel of record:

- James W. Anderson jwa@clydesnow.com, jritchie@clydesnow.com
- Troy J. Aramburu taramburu@swlaw.com, nharward@swlaw.com; docket_slc@swlaw.com
- Darwin H. Bingham dbingham@scalleyreading.net, cat@scalleyreading.net
- Stephen T. Bobo sbobo@reedsmith.com
- Kyle A. Brannon kbrannon@nexsenpruet.com
- Scott S Bridge sbridge@keslerrust.com
- Martin J. Brill mjb@lnbyb.com
- Mona Lyman Burton mburton@hollandhart.com, intaketeam@hollandhart.com; slclitdocket@hollandhart.com; lcpaul@hollandhart.com
- Keith A. Call kcall@scmlaw.com
- Kenneth L. Cannon kcannon@djplaw.com, khughes@djplaw.com
- Laurie A. Cayton tr laurie.cayton@usdoj.gov, James.Gee@usdoj.gov; Lindsey.Huston@usdoj.gov; Suzanne.Verhaal@usdoj.gov
- Patricia W. Christensen pchristensen@parrbrown.com
- Christopher B. Chuff chuffc@pepperlaw.com
- Joanna J. Cline clinej@pepperlaw.com
- Joseph M.R. Covey calendar@parrbrown.com
- P. Matthew Cox bankruptcy_pmc@scmlaw.com
- Robert T. Denny rtd@scmlaw.com, ajm@scmlaw.com
- Timothy D. Ducar tducar@azlawyers.com, orders@azlawyers.com
- Victoria B. Finlinson vbf@clydesnow.com
- Philip A. Gasteier pag@lnbyb.com
- Christopher Grivakes cg@agzlaw.com
- Robert W. Hamilton rwhamilton@jonesday.com
- M. Darin Hammond dhammond@smithknowles.com, astevenson@smithknowles.com
- George B. Hofmann ghofmann@cohnekinghorn.com, dhaney@cohnekinghorn.com; jthorsen@cohnekinghorn.com
- Paul C. Huck paulhuck@jonesday.com
- David W. Hunter davidh@fisherhunterlaw.com
- Evan L. James elj@cjmlv.com, kbc@cjmlv.com; ljw@cjmlv.com

- Pedro A. Jimenez pjimenez@jonesday.com
- Michael R. Johnson mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
- Peter J. Kuhn tr Peter.J.Kuhn@usdoj.gov,
James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
- Brian R. Langford brian@mhmlawoffices.com, brian@mhmlawoffice.com
- David H. Leigh dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
- David E. Leta dleta@swlaw.com, wkalawaia@swlaw.com;csmart@swlaw.com
- Andrew C. Lillie andrew.lillie@hoganlovells.com
- Jessica Black Livingston jessica.livingston@hoganlovells.com
- Ralph R. Mabey rmabey@kmclaw.com
- Adelaide Maudsley amaudsley@kmclaw.com, tslaughter@kmclaw.com
- Steven J. McCardell smccardell@djplaw.com, khughes@djplaw.com
- Scott O. Mercer som@keslerrust.com
- Krikor J. Meshefejian kjm@lnbyb.com
- Elijah L. Milne emilne@djplaw.com, pbricker@djplaw.com
- Matt Munson matt@mamunsonlaw.com, chris@mamunsonlaw.com
- Sherilyn A. Olsen solsen@hollandhart.com,
slclitdocket@hollandhart.com;intaketteam@hollandhart.com;cfries@hollandhart.com
- Ellen E Ostrow eeostrow@hollandhart.com,
mkthurgood@hollandhart.com;intaketteam@hollandhart.com
- A.M. Cristina Perez Soto cperezsoto@jonesday.com
- Lester A. Perry lap@hooleking.com, apb@hooleking.com
- David L. Pinkston bankruptcy_dlp@scmlaw.com
- George W. Pratt gpratt@joneswaldo.com
- Adam H Reiser areiser@cohnekinghorn.com
- Walter A Romney war@clydesnow.com
- John H. Schanne schannej@pepperlaw.com,
henrys@pepperlaw.com;molitorm@pepperlaw.com
- Chris L. Schmutz chrisschmutz.pc@gmail.com, hillaryschmutz@yahoo.com
- Jeremy C. Sink jsink@mbt-law.com
- Stephen Styler steve@stylerdaniels.com
- Richard C. Terry richard@tjblawyers.com, cbcecf@yahoo.com
- Jeff D. Tuttle jtuttle@swlaw.com, jpollard@swlaw.com;docket_slc@swlaw.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov
- Jessica P Wilde jwilde@joneswaldo.com
- Mark W Williams mwilliams@shermanhoward.com,
dfouts@shermanhoward.com;efiling@sah.com;bmcalister@shermanhoward.com
- Kim R. Wilson bankruptcy_krw@scmlaw.com
- Laura J. Wolff ljw@cjmlv.com

- Lee E. Woodard lwoodard@harrisbeach.com
- Beth Ann R. Young bry@Lnbyb.com
- P. Matthew x2Cox bankruptcy_pmc@scmlaw.com
- Gale K. x6Francis txbk13@utah.gov

And by first class US Mail, postage prepaid, on July 28, 2017, to the following parties:

Donald J. Detweiler
Pepper Hamilton, LLP
Hercules Plaza, Suite 5100
1313 North Market Street, P.O. Box 1709
Wilmington, DE 19899-1709

Epiq Bankruptcy Solutions, LLC
777 Third Ave, 12th Floor
New York, NY 10017

FTI Consulting, Inc.
1001 17th St. #1100
Attn: David Beckman
Denver, CO 80202

Francis J. Lawall
Pepper Hamilton
3000 Two Logan Square, Eighteenth and Arch Streets
Philadelphia, PA 19103-2799

Levene, Neale, Bender, Yoo & Brill L.L.P.
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067

/s/ Torri Slaughter, Legal Assistant